August 17, 2026

To Whom It May Concern:

Company Name	St.Cousair, Co., Ltd.
Representative	Representative Director and President Ryota Kuze
	(Code No. 2937, TSE Growth Market)
Contact	Executive Officer, General Manager, Corporate Division Yasuyuki Yamagishi
	(TEL. 026-219-3902)

Notice Regarding Business Acquisition by Consolidated Subsidiary

– Acquisition of the Brand Business and Related Production Equipment of Blake Hill Preserves (U.S.) –

St.Cousair, Inc. ("SCI"), a U.S. (Oregon-based) consolidated subsidiary of the Company, entered into a business transfer agreement on August 14, 2026 (local time) with Mascoma Bank (headquartered in New Hampshire, U.S.), which holds ownership of Blake Hill Preserves (operated by Ms. Vicky Allard and Mr. Joe Hanglin; "Blake Hill"), to acquire the Blake Hill brand business and related production equipment, and has completed the closing of this acquisition. Details are as announced below.

Regarding Blake Hill, although ownership of its business assets had resided with Mascoma Bank in the course of a business restructuring, the value of the brand and its operating structure remain unchanged, and the founders, Ms. Vicky Allard and Mr. Joe Hanglin, continue to be responsible for its day-to-day operations.

This matter does not fall under the criteria for timely disclosure; however, the Company has determined that it is useful information from the standpoint of proactively providing information to shareholders and investors, and is therefore disclosing it on a voluntary basis.

Details

1. Background and Reasons for the Business Acquisition

SCI has positioned the expansion of its brand portfolio in the United States as a key pillar of its management strategy, and has progressively acquired the processed food sales businesses of Portlandia Foods, Inc. ("Portlandia") in June 2023, Bonnie's Enterprises, LLC ("Bonnie's Jams") in October 2024, and KELLY'S JELLY, INC. ("KELLY'S JELLY") in April 2025. Blake Hill, the subject of this acquisition, is a premium grocery brand based in Vermont, U.S., and the Company expects the following three non-financial benefits.

① Access to wholesale/distributor networks and online D2C sales channels on the U.S. East Coast, which SCI does not currently have
② Acquisition of a growing, health-conscious "No Cane Sugar" jam category (naturally sweetened using fruit juice)
③ Acquisition of more than 290 recipe assets and a premium grocery brand, realizing strong strategic complementarity with SCI's existing brand portfolio (Kuze Fuku & Sons, Portlandia, Bonnie's Jams, and KELLY'S JELLY)

In addition, by incorporating the highly efficient production equipment and production volume to be acquired from Blake Hill, the Company judged that it can accelerate the timeline for transitioning its U.S. plant to a two-shift production system – a strategy set forth in the Group's medium-term management plan – and accordingly SCI decided to proceed with this acquisition.

2. Details of the Business Acquisition

(1) Description of the Business to Be Acquired

The Blake Hill brand business (sales through its own website, wholesale, distribution, and food-service channels), and a portion of related production equipment.

*Note: Blake Hill's directly operated retail store, its manufacturing plant and the related land and buildings (scheduled to be sold separately to a third party), its contract manufacturing business for other companies' brands, and certain low-profitability specialty products are excluded from this acquisition. The production equipment to be acquired includes relatively new, highly efficient equipment installed by Blake Hill in recent years (including its main filling machine). This equipment is planned to be relocated to and operated at SCI's Oregon plant, where it is expected to contribute to improved productivity and to accelerating the two-shift transition set forth in the medium-term management plan.

(2) Business Results of the Business to Be Acquired for the Most Recent Fiscal Year

Blake Hill brand business

Annual net sales: US$2,596 thousand (FY2025) (¥413,802,400*)

(3) Items and Amounts of Assets and Liabilities of the Business to Be Acquired

Not disclosed, due to confidentiality obligations.

(4) Acquisition Price and Payment Method

Not disclosed, based on mutual agreement between the parties. The acquisition price was agreed upon by the parties through discussion as a fair and reasonable price.

*The exchange rate used is ¥159.40 to US$1, the average of the TTS and TTB rates published by MUFG Bank, Ltd. as the final quoted rates on August 13, 2026.

3. Overview of the Counterparty (Transferor)

(1) Name	Mascoma Bank	
(2) Address	Lebanon, New Hampshire, U.S. (67 North Park Street, Lebanon, NH 03766)	
(3) Business Description	Banking (a mutual bank based in New Hampshire and Vermont)	
(4) Relationship between the Listed Company and the Counterparty	Capital relationship	Not applicable.
	Personnel relationship	Not applicable.
	Business relationship	Not applicable.
	Status as related party	Not applicable.

Note that while the contractual counterparty (transferor) in this acquisition is Mascoma Bank, the following reference information regarding the operator of the Blake Hill brand business subject to this acquisition is provided for investors' understanding.

(Reference) Overview of Blake Hill Preserves (Operator of the Business to Be Acquired)

(1) Name	Blake Hill Preserves (operated by Ms. Vicky Allard and Mr. Joe Hanglin)
(2) Address	Windsor, Vermont, U.S.
(3) Title and Name of Representative	Ms. Vicky Allard, Mr. Joe Hanglin (Co-Founders)
(4) Business Description	Manufacture and sale of premium specialty jams, chutneys, marmalades, and related products
(5) Net Sales	US$2,596 thousand (FY2025)
(6) Date of Establishment	2010

4. Overview of the Company's Consolidated Subsidiary (Transferee)

(1) Name	St. Cousair, Inc.
(2) Address	Oregon, U.S.
(3) Title and Name of Representative	President & CEO, Naoki Kuze
(4) Business Description	Manufacture, import, and sale of processed foods
(5) Capital	US$9,000 thousand
(6) Date of Establishment	April 2017
(7) Major Shareholder and Shareholding Ratio	100% owned by the Company

5. Schedule of the Acquisition

(1) Date of Execution of Business Transfer Agreement	August 14, 2026 (local time)
(2) Closing Date	August 14, 2026 (local time)

6. Outline of Accounting Treatment

This business acquisition is expected to be accounted for as an acquisition. The amounts of goodwill and intangible fixed assets, etc. to be recorded in connection with this treatment are currently under review.

7. Outlook

The impact of this business acquisition on the Company's results for the current fiscal year is expected to be minor; however, the Company believes it will contribute to improved performance over the medium to long term.

Should any matter requiring timely disclosure arise in the future, the Company will promptly announce it.

End